

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**D.N.J. LBR 2016-1, FEE APPLICATION COVER SHEET**

IN RE: Shapes/Arch Holdings L.L.C., et al. APPLICANT: Cozen O'Connor

CASE NO.: 08-14631 (GMB) CLIENT: Debtors

CHAPTER: 11 CASE FILED: March 16, 2008

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION UNDER  
PENALTY OF PERJURY, PURSUANT TO 28 U.S.C. SECTION 1746.

RETENTION ORDER(S) ATTACHED

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**SECTION I  
FEE SUMMARY**

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INTERIM FEE APPLICATION NO. \_\_\_\_\_ OR FINAL FEE APPLICATION X

	<u>FEES</u>	<u>EXPENSES</u>
TOTAL PREVIOUS FEE REQUESTED <sup>1</sup> :	\$ <u>0.00</u>	\$ <u>0.00</u>
TOTAL FEES ALLOWED TO DATE <sup>2</sup> :	\$ <u>0.00</u>	\$ <u>0.00</u>
TOTAL RETAINER (IF APPLICABLE) <sup>3</sup> :	\$ <u>180,227.67</u>	\$ <u>0.00</u>
TOTAL HOLDBACK (IF APPLICABLE):	\$ <u>129,578.40</u>	\$ <u>0.00</u>
TOTAL RECEIVED BY APPLICANT:	\$ <u>518,313.60</u>	\$ <u>20,847.27</u>

NAME OF PROFESSIONAL & TITLE	YEARS ADMITTED (OR YEARS OF PROFESSIONAL SERVICE)	HOURS	RATE	FEE
<b>SEE ATTACHED</b>				

FEE TOTALS-PAGE 2	\$849,821.50
DISBURSEMENTS TOTAL -PAGE 3	\$25,695.17
<b>TOTAL FEE APPLICATION</b>	<b>\$875,516.67</b>

<sup>1</sup> CO has filed monthly fee statements pursuant to the Court's Order dated March 18, 2008 approving interim compensation procedures.

<sup>2</sup>To date, no fees have been allowed by Court Order; however, CO has filed monthly statements and been paid pursuant to the Court Order approving interim compensation procedures.

<sup>3</sup> CO held a retainer of \$180,227.67 on the filing date, which has been reduced to \$116,508.43 because a portion of the retainer was used to pay 80% of the Fees and 100% of expenses under the First Monthly Fee Statement.

PROFESSIONAL	PRACTICE AREA	YEAR ADMITTED	HOURS	RATE	FEES
Arthur J. Abramowitz	Bankruptcy	1972	0.90	580.00	\$522.00
Sandra A. Bloch	Corporate	1979	123.20	550.00	\$67,760.00
Dennis L. Cohen	Corporate	1972	4.30	550.00	\$2,365.00
Jay A. Dorsch	Corporate	1980	1.70	550.00	\$935.00
Eric D. Freed	Bankruptcy	1983	24.70	550.00	\$13,585.00
Mark E. Felger*	Bankruptcy	1989	709.30	525.00	\$372,382.50
Deborah M. Minkoff	Insurance	1984	0.40	470.00	\$188.00
Peter J. Fontaine	Environmental	1990	125.60	430.00	\$54,008.00
Jerrold N. Poslusny, Jr.	Bankruptcy	1999	606.90	375.00	\$227,587.50
Douglas W. Frankenthaler	Environmental	1999	3.50	320.00	\$1,120.00
William D. Hogan	Real Estate	1968	0.80	320.00	\$256.00
Jennifer S. Reynolds	Corporate	2002	61.10	315.00	\$19,246.50
Robert A. Shulman	Real Estate	2000	2.40	290.00	\$696.00
Jonathan M. Stemerman	Bankruptcy	2004	2.90	290.00	\$841.00
Jennifer H. Unhoch	Litigation	2001	86.40	275.00	\$23,760.00
Sarah P. O'Donnell	Corporate	2005	12.50	230.00	\$2,875.00
Angelita Caldwell	Environmental	2008	6.70	220.00	\$1,474.00
Jill L. Deeney, paralegal	Bankruptcy	n/a	3.10	210.00	\$651.00
Debbie Reyes, paralegal	Bankruptcy	n/a	275.70	195.00	\$53,761.50
Maryann Mills, paralegal	Bankruptcy	n/a	22.50	185.00	\$4,162.50
Amy Papsun, paralegal	Litigation	n/a	1.70	150.00	\$255.00
Rachel White	Practice Support	n/a	6.80	175.00	\$1,190.00
Keely M. Smith, paralegal	Real Estate	n/a	2.00	100.00	\$200.00
<b>TOTAL:</b>			<b>2,085.10</b>		<b>\$849,821.50</b>

\* Mr. Felger was certified by the American Board of Certification in business bankruptcy in 2005.

SECTION II - SUMMARY OF SERVICES

SERVICES RENDERED	HOURS	FEE
a) Asset Analysis and Recovery	2.60	\$801.00
b) Asset Disposition	48.50	\$24,131.50
c) Business Operations	57.40	\$22,985.50
d) Case Administration	253.90	\$131,321.00
e) Claims Administration and Objections	308.40	\$77,101.00
f) Employee Benefits/Pensions	14.60	\$1,833.00
g) Fee/Employment Applications	93.50	\$29,885.50
h) Fee/Employment Objections	4.90	\$2,542.50
i) Financing	179.40	\$74,353.00
j) Litigation (Other than Avoidance Action Litigation)	197.10	90,440.00
k) Avoidance Action Litigation	0.00	\$0.00
l) Meeting of Creditors	6.60	\$2,940.00
m) Plan and Disclosure Statement	691.10	\$297,631.00
n) Relief from Stay Proceedings	79.60	\$31,845.00
o) Regulatory Compliance	126.40	\$53,986.50
p) Travel	7.30	\$3,087.50
q) Accounting/Auditing	0.00	\$0.00
r) Business Analysis	0.00	\$0.00
s) Corporate Finance and Valuation	0.70	\$385.00
t) Data Analysis	4.60	\$897.00
u) Litigation Consulting	0.20	\$75.00
v) Reconstruction Accounting	0.00	\$0.00
w) Tax Issues	8.30	\$3,580.50
x) Other (Specify category)	0.00	0.00
<b>SERVICES TOTAL:</b>	<b>2,085.10</b>	<b>\$849,821.50</b>

### SECTION III SUMMARY OF DISBURSEMENTS

DISBURSEMENTS	AMOUNT
a) Computer Assisted Legal Research	\$2,071.43
b) Facsimile (with rates) No. of Pages <u>1,920</u> Rate per Page <u>\$1.00</u> (Max. \$1.00/pg.)	\$1,920.00
c) Long Distance Telephone	\$643.20
d) In-House Reproduction No. of Pages <u>35,291</u> Rate per Page <u>.20</u> (Max. .20¢pg.)	\$7,058.20
e) Outside Reproduction	\$1,826.71
f) Outside Research	
g) Filing/Court Fees	\$5,573.00
h) Court Reporting	\$99.77
i) Travel	\$2,226.77
j) Courier & Express Carriers (e.g. Federal Express)	\$1,368.15
k) Postage	\$1,025.43
l) Other (Explain)	
Luncheon Meeting	\$166.51
Secretarial Overtime	\$1,417.49
Newspaper Publications	\$91.23
Pacer	\$207.28
<b>DISBURSEMENT TOTAL:</b>	<b>\$25,695.17</b>

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**SECTION IV**  
**CASE HISTORY**

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(NOTE: Items 3-6 are not applicable to applications under 11 U.S.C. § 506)

(1) DATE CASE FILED: March 16, 2008

(2) CHAPTER UNDER WHICH CASE WAS COMMENCED: 11

(3) DATE OF RETENTION: April 9, 2008, effective as of March 16, 2008

(ANNEX COPY OF ORDER(S))

IF LIMIT ON NUMBER OF HOURS OR OTHER LIMITATIONS TO  
RETENTION SET FORTH:

(4) SUMMARIZE IN BRIEF THE BENEFITS TO THE ESTATE AND ATTACH  
SUPPLEMENTS AS NEEDED: **See Narrative of Jerrold N. Poslusny, Jr., attached to his  
Affidavit.**

(5) ANTICIPATED DISTRIBUTION TO CREDITORS:

(A) ADMINISTRATION EXPENSES: Paid in Full

(B) SECURED CREDITORS: Paid in Full

(C) PRIORITY CREDITORS: Paid in Full

(D) GENERAL UNSECURED CREDITORS: a \$5,000,000 fund (plus avoidance actions  
and estate actions) was created on the Effective Date for pro rata distribution to creditors.  
The ultimate dividend to creditors is unknown at this time.

(6) FINAL DISPOSITION OF CASE AND PERCENTAGE OF DIVIDEND PAID TO

CREDITOR (IF APPLICABLE): The Third Amended Joint Plan of Reorganization, as modified,  
was confirmed on July 22, 2008 and the Plan became effective on August 8, 2008.

I certify under penalty of perjury that the foregoing is true and correct.

/s/ Jerrold N. Poslusny, Jr.

SIGNATURE OF APPLICANT

9/2/08

DATE



UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**MARK E. FELGER (MF9985)**  
**JERROLD N. POSLUSNY, JR. (JP7140)**  
**COZEN O'CONNOR**  
LibertyView, Suite 300  
457 Haddonfield Road  
Cherry Hill, NJ 08002  
(856) 910-5000  
Proposed Attorneys for the Debtors

In re:  
SHAPES/ARCH HOLDINGS L.L.C., et al.,  
Debtors.

Case No. 08-14631 (GMB)  
(Jointly Administered)

Judge: Gloria M. Burns

Chapter: 11

Recommended Local Form:  Followed  Modified

**ORDER AUTHORIZING RETENTION OF COZEN O'CONNOR  
AS ATTORNEYS FOR THE DEBTORS**

The relief set forth on the following pages, numbered two (2) through three (3) is hereby  
**ORDERED.**

**DATED: 4/9/2008**

  
\_\_\_\_\_  
Honorable Gloria M. Burns  
United States Bankruptcy Court Judge

Shapes/Arch Holdings L.L.C., et al.

Case No: 08-14631 (GMB)

Order Authorizing Retention of Cozen O'Connor as Attorneys for the Debtors

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In re: Shapes/Arch Holdings L.L.C., et al.  
Case No.: 08-14631(GMB)  
Applicant: Shapes/Arch Holdings L.L.C., et al.

Trustee:  Chap. 7  Chap. 11  Chap. 13  
 Debtors:  Chap. 11  Chap. 13  
 Official Committee of \_\_\_\_\_

Name of Professional: Cozen O'Connor  
Address of Professional: LibertyView, Suite 300  
457 Haddonfield Rd.  
Cherry Hill, NJ 08002

Attorney for:  Trustee  Debtors-in-Possession  
 Official Committee of \_\_\_\_\_  
 Accountant for:  Trustee  Debtor-in-Possession  
 Official Committee of \_\_\_\_\_  
 Other Professional:  
 Realtor  Appraiser  Special Counsel  
 Auctioneer  Other (specify): \_\_\_\_\_

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Upon the applicant's request for authorization to retain the professional named above,

It is hereby ORDERED as follows:

1. The applicants, Shapes/Arch Holdings L.L.C., Shapes L.L.C., Delair L.L.C., Accu-Weld L.L.C. and Ultra L.L.C., are authorized to retain the above party in the professional capacity noted upon the terms set forth in the Application. Notwithstanding the foregoing, the United States Trustee and Cozen O'Connor have agreed that the issue of an "evergreen" retainer will be deferred and resolved in due course.

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Shapes/Arch Holdings L.L.C., et al.

Case No: 08-14631 (GMB)

Order Authorizing Retention of Cozen O'Connor as Attorneys for the Debtors

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2. Compensation shall be paid in such amounts as may be allowed by the Court upon proper application(s) therefor.
3. The effective date of the retention is the date the application was filed with the Court.

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